

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

JOHN G. MARIANO,

Plaintiff,

v.

UNIVERSAL CONSTRUCTION, INC. and  
UNIVERSAL CONSTRUCTION, INC.  
EMPLOYEE STOCK OWNERSHIP PLAN,

Defendants,

CIVIL ACTION NO.  
08 CA 11057 RGS

ANTHONY J. PACELLA, JR., as Trustee  
of the UNIVERSAL CONSTRUCTION,  
INC. EMPLOYEE STOCK OWNERSHIP  
TRUST,

Reach and Apply Defendant.

**DEFAULT JUDGMENT**

Default having been entered, after notice and hearing, against the Defendants Universal Construction, Inc. and Universal Construction, Inc. Employee Stock Ownership Plan, and reach and apply defendant Anthony J. Pacella, Jr., as Trustee of Universal Construction, Inc. Employee Stock Ownership Trust, it is hereby ORDERED, ADJUDGED AND DECREED that judgment shall enter against Defendants Universal Construction, Inc. ("Universal") and Universal Construction, Inc. Employee Stock Ownership Plan ("Universal ESOP"), and reach and apply defendant Anthony J. Pacella, Jr., as Trustee of Universal Construction, Inc. Employee Stock Ownership Trust ("Trustee") as follows:

(a) Universal ESOP shall not sell, transfer, assign or otherwise dispose of any of its assets and is hereby permanently enjoined from selling, transferring, assigning or otherwise

disposing of any of its assets until such time as the judgment against Universal ESOP in John G. Mariano v. Universal Construction, Inc. Employee Stock Ownership Plan, United States District Court for the District of Massachusetts Civil Action No. 07 CA 12083 RGS (the "ESOP Judgment"), has been satisfied;

(b) The Trustee shall not sell, transfer, assign or otherwise dispose of any assets held by the Trustee in the Universal Construction, Inc. Employee Stock Ownership Trust and is hereby permanently enjoined from selling, transferring, assigning or otherwise disposing of any of such assets until such time as the ESOP Judgment has been satisfied;

(c) Plaintiff John G. Mariano ("Mariano") shall be entitled to reach and apply Universal Construction, Inc. Employee Stock Ownership Trust assets to the ESOP Judgment to the extent necessary to satisfy the ESOP Judgment;

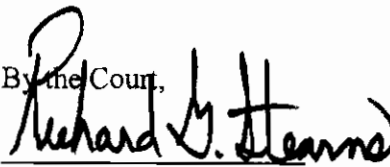
(d) The Trustee shall transfer any and all shares of Universal stock, of any class, owned by or held in the name of the Trustee or Universal Construction, Inc. Employee Stock Ownership Trust to Mariano and to take any and all actions and to sign any and all documents to effectuate said transfer within fourteen (14) days of the date of entry of this judgment. Said transfer shall include the delivery of the Universal stock certificates representing all of the Universal shares owned by or held in the name of the Trustee or Universal Construction, Inc. Employee Stock Ownership Trust. Universal shall provide its consent to said transfer and amend its stock ledger to reflect said transfer within fourteen (14) days of the date of entry of this judgment. Universal shall issue and deliver to Mariano new certificates of stock representing the shares of Universal stock transferred from the Trustee or Universal Construction, Inc. Employee Stock Ownership Trust to Mariano if the Trustee or Universal Construction, Inc. Employee Stock Ownership Trust has lost, misplaced, was never in possession of, or fails to deliver to

Mariano, the Universal stock certificates transferred pursuant to this judgment within fourteen (14) days of the date of entry of this judgment. Universal shall take any and all actions and to sign any and all documents to effectuate said transfer within fourteen (14) days of the date of entry of this judgment.

(e) The Universal ESOP shall transfer any and all shares of Universal stock, of any class, owned by Universal ESOP, to Mariano and to take any and all actions and to sign any and all documents to effectuate said transfer within fourteen (14) days of the date of entry of this judgment. Said transfer shall include the delivery of the Universal stock certificates representing all of the Universal shares owned by Universal ESOP. Universal shall provide its consent to said transfer and amend its stock ledger to reflect said transfer within fourteen (14) days of the date of entry of this judgment. Universal shall issue and deliver to Mariano new certificates of stock representing the shares of Universal stock transferred from Universal ESOP to Mariano if Universal ESOP has lost, misplaced, was never in possession of, or fails to deliver to Mariano, the Universal stock certificates transferred pursuant to this judgment within fourteen (14) days of the date of entry of this judgment. Universal shall take any and all actions and to sign any and all documents to effectuate said transfer within fourteen (14) days of the date of entry of this judgment.

(f) Mariano shall recover from Universal, Universal ESOP, and the Trustee, jointly and severally, attorney's fees and costs in the amount of \$ 33,058.50.

Dated: 3-11-09.

By the Court,  
  
 (Richard J. Henno, J.)

Note: The post judgment interest rate effective this date is 0.72%